

Message

From: Ronald J. Carlen [rcarlen@citrincooperman.com]
Sent: 6/6/2016 7:03:26 PM
To: Pollak, Brooke [Brooke.Pollak@apks.com]
CC: John van Merkensteijn [jhvm@rossteq.com]; Richard Markowitz [rich@routtcapital.com]; Stephanie Furr [steph@rossteq.com]; Rene Goicochea [rgoicochea@citriccooperman.com]
Subject: Re: bookkeeping for LCs - reference van Merkensteijn



Dear Brooke,

Thank you for the partnership agreement. The spreadsheet looks the same as the one we already have from last year.

Ron

Sent from my iPhone

On Jun 6, 2016, at 11:39 AM, Pollak, Brooke <Brooke.Pollak@kayescholer.com> wrote:

Ron:

I have attached a spreadsheet that lists each of the 26 partnerships. The partners are listed in Column D with their ownership percentages listed in Column G. I have also attached one of the partnership agreements for your reference. Please let me know if you have any questions.

Thanks,
 Brooke

Brooke Pollak
 Kaye Scholer LLP
 250 West 55th Street | New York, New York 10019-9710
 T: (212) 836-8410 | F: (212) 836-6761
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From: John van Merkensteijn [<mailto:jhvm@rossteq.com>]
Sent: Saturday, June 04, 2016 8:19 AM
To: Ronald J. Carlen; Richard Markowitz; Pollak, Brooke
Cc: Rene Goicochea; Stephanie Furr
Subject: Re: bookkeeping for LCs - reference van Merkensteijn

Brooke

Could you send Ron Carlen a sample of one of the partnership agreements for the 26 Partnership with third party plans together with list of the partnerships and partners

Thanks

John H. van Merkensteijn III
Managing Director
Rossi Technology LLC
60 Riverside Boulevard
Suite 2101
New York, NY. 10069
Phone (212) 769-4055
jhvm@rossteg.com

From: Ronald Carlen <rcarlen@citrincooperman.com>
Date: Friday, June 3, 2016 at 11:02 AM
To: John van Merkensteijn <jhvm@rossteg.com>, Richard Markowitz <rich@routtcapital.com>
Cc: Rene Goicochea <rgoicochea@citrincooperman.com>, Stephanie Furr <steph@rossteg.com>
Subject: RE: bookkeeping for LCs - reference van Merkensteijn

We have a list that Peter Wells prepared showing the partners and ownership percentages, which we used to set up the 26 partnership returns last year. We never received any of the agreements.

From: John van Merkensteijn [<mailto:jhvm@rossteg.com>]
Sent: June 03, 2016 10:59 AM
To: Richard Markowitz
Cc: Rene Goicochea; Ronald A. Carlen; Stephanie Furr
Subject: Re: bookkeeping for LCs - reference van Merkensteijn

Isn't there a list somewhere of all the partnership agreements and who the partners are and what the percentages are?

John H van Merkensteijn, III
Rossi Technologies LLC
60 Riverside Boulevard
Suite 2101
New York, N.Y. 10069
1 212 769 4055
JHvM@rossteg.com

Sent from my iPhone

On Jun 3, 2016, at 10:38 AM, Richard Markowitz <rich@routtcapital.com> wrote:

Kaye Scholer has any copies of partnership agreements that Citrin Cooperman should have.

They are all the same except for name of partners and % interests.

Richard Markowitz
(917) 848-5675
Rich@RouttCapital.com

On Fri, Jun 3, 2016 at 7:36 AM -0700, "Ronald J. Carlen"
<rcarlen@citrincooperman.com> wrote:

We generally like to have a copy of the agreement in the permanent file for each partnership. If all 26 partnerships have identical agreements (except for the partners), then one should be sufficient.

From: John van Merkensteijn [<mailto:jhvm@rossteq.com>]
Sent: June 03, 2016 10:20 AM
To: Rene Goicochea
Cc: Ronald J. Carlen; Stephanie Furr; Richard Markowitz
Subject: Re: bookkeeping for LCs - reference van Merkensteijn

If you need copies of the partnership agreements we can get them from MBj office

John H. van Merkensteijn III
Managing Director
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60 Riverside Boulevard
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New York, NY. 10069
Phone (212) 769-4055
jhvm@rossteq.com

On Jun 3, 2016, at 10:07 AM, Rene Goicochea
<rgoicochea@citrincooperman.com> wrote:

John,

I believe he answered, but not with any definitive insight. We are waiting for the details of the partnerships to see how it unfolds. We can not do anything without the details from the partnerships which he has not supplied and we keep requesting. It would be extremely helpful if you can interject in order that we can complete this project.

Rene

Sent from my Verizon Wireless 4G LTE smartphone

----- Original message -----

From: "Ronald J. Carlen"
<rcarlen@citrincooperman.com>
Date: 06/03/2016 9:52 AM (GMT-05:00)
To: John van Merkensteijn <jhvm@rossteq.com>, Rene Goicochea
<rgoicochea@citrincooperman.com>
Cc: Stephanie Furr <steph@rossteq.com>
Subject: RE: bookkeeping for LCs - reference van Merkensteijn

Hi John,

Rene is off today, but I don't recall getting any response from Rich. It's one of many things he hasn't provided.

Ron

From: John van Merkensteijn
[mailto:jhvm@rossteq.com]
Sent: June 02, 2016 10:22 PM
To: Rene Goicochea
Cc: Ronald J. Carlen; Stephanie Furr
Subject: Re: bookkeeping for LCs - reference van Merkensteijn

did rich answer this

John H. van Merkensteijn III
Managing Director
Rossi Technology LLC
60 Riverside Boulevard
Suite 2101
New York, NY. 10069
Phone (212) 769-4055
jhvm@rossteq.com

From: Rene Goicochea
<rgoicochea@citrincooperman.com>
Date: Wednesday, May 25, 2016 at 12:57 PM
To: John van Merkensteijn <jhvm@rossteq.com>
Cc: Ronald Carlen <rcarlen@citrincooperman.com>, Stephanie Furr <steph@rossteq.com>
Subject: bookkeeping for LCs - reference van Merkensteijn

John,

Please see below the questions that we put to Ron Altbach and his response. Our concern are the ones highlighted where he says "transfer (or Paid) per partnership agreement". Could you please shed some light as to what he means so we can properly account for these transactions? What partnership agreement? He says the same with Richard Markowitz's investments.

Thank you,
Rene Goicochea

<image001.jpg>

RENE GOICOCHEA

TEL 212.697.1000 x1278 | FAX 212.697.1004
529 FIFTH AVENUE, NEW YORK, NY 10017

[Click Here](#) to send me files securely
rgoicochea@citrincooperman.com |
CITRINCOOPERMAN.COM

<image002.gif>

From: Ron Altbach [<mailto:r.altbach@regen-cap.com>]
Sent: May 24, 2016 11:47 AM
To: Ronald J. Carlen
Cc: Ron Altbach
Subject: FW: bookkeeping for LCs - reference van Merkensteijn

Ron, I have identified those payments about which you asked.

We have entered all the data you supplied for 2014 and 2015 into Quickbooks. There were a few payments from each of the Roth 401k Plans that we could not categorize. Here is a list of those disbursements:

Crucible Ventures:

12/14/15	14,166.67	Paid to Batavia Capital per partnership agreeemnt
12/14/15	265,300.00	Listed as a transfer to Omineca Trust per patnership agreement

Limelight Global Productions:

12/14/15	14,166.67	Paid to Avanix Management per partnership agreement
12/21/15	59,500.00	Paid to Omenica Trust per partnership agreement

12/21/15	21,250.00	Listed as a
transfer	The Stor Capital Consulting LLC 401K Plan	
2/11/16	5,000.00	Listed as a
transfer	this is to my checking so it's income to me in	
2016		

Plumrose Industries:

12/14/15	14,166.67	Paid to Hadron
Industries	per partnership agreement	
12/14/15	170,550.00	Paid to Omenica
Trust	per partnership agreement	
12/21/15	60,250.00	Listed as a transfer
The Stor Capital Consulting LLC 401 K Plan		

Roadcraft Technologies:

12/14/15	167,050.00	Paid to Routt Capital
Trust	per partnership agreement	
12/21/15	59,000.00	Listed as a
transfer	The Stor Capital Consulting LLC 401K Plan	

True Wind Investments:

12/14/15	14,166.67	Paid to Richard
Markowitz	per partnership agreement	
12/14/15	97,750.00	Omenica Trust per
partnership agreement		
12/21/15	34,250.00	Listed as a
transfer	The Stor Capital Consulting LLC 401K Plan	
2/16/16	5,000.00	Listed as a
transfer	to Ron Altbach personal, income to Altbach	
2016		

Can you identify what these payments were for?

I am also concerned about the amounts listed as loans to you from the plans. Assuming they were not repaid within the 60 day rollover period, they would be considered taxable distributions (since the funds were not held in the Roth plan for at least 5 years). Have you addressed this point with your own accountant?

Regards,

Ron

<image001.jpg>

RONALD J. CARLEN, CPA
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g>

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JERSEY | NEW YORK | PENNSYLVANIA |
MARYLAND**

AN INDEPENDENT FIRM ASSOCIATED WITH MOORE STEPHENS

<image001.jpg>

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From: Ron Altbach [<mailto:r.altbach@regen-cap.com>]
Sent: March 20, 2016 8:57 PM
To: Ronald J. Carlen
Cc: Ron Altbach
Subject: FW: bookkeeping for LCs - reference van Merkensteijn

Dear Ron,

I think this should all be pretty clear. I still have to send you the schedule Cs for my 2014 tax return and will do so

There are five LLCs and corresponding Roth 401 K Plans.

Crucible Ventures LLC [REDACTED] 9570
Limelight Global Productions LLC [REDACTED] 2751
Plumrose Industries LLC [REDACTED] 8120
Roadcraft Technologies LLC [REDACTED] 0530
True Wind Investments LLC [REDACTED] 9094

In the fall of 2014, I contributed \$100 to each LLC to open the accounts.

The LLCs had minimal revenue in 2014
Crucible Ventures \$4000
Limelight Global Productions \$4000
Plumrose Industries \$3000
Roadcraft Technologies \$7000
True Wind Investments \$2000

This was revenue generated by consulting fees or other fees and was received very late in the year. My tax return was amended to reflect these. The fees were

paid to my LLC Altbachco LLC to distribute to the five LLCs for services. Altbachco was a pass through

I have the invoices that each of the LLCs sent out , of course, and those directed the payments to be made to AltbachcoLLC on behalf of the specific LLC invoicing in order for me to more easily deal with day to day management.

Here is a summary of the capital contributions I made to the Five LLCs

Capital Contributions to LLCs by Ronald Altbach

Crucible - \$100 in 2014; \$175 in 2015

Limelight - \$100 in 2014; \$25 in 2015; \$5500 in 2015 (transferred by mistake from True Wind 401K, and then \$5000 went out to Altbach)

True Wind LLC \$100 in 2014; \$175 in 2015

Plumrose \$100 in 2014; \$175 in 2015

Roadcraft \$100 in 2014; \$175 in 2015

Fee Revenue not through LLC bank accounts 2015
(came to Altbachco as agent for the five LLCs)

Paid to True Wind Investments LLC \$2,000.00

Paid to Crucible Ventures LLC \$4,000.00

Paid to LimeLight Global Productions LLC \$4,000.00

Paid to Plumrose Industries LLC \$3,000.00

Paid to Roadcraft Technologies LLC \$7,000.00

Paid to Crucible Ventures LLC \$4,000.00

Paid to LimeLight Global Productions LLC \$4,000.00

Paid to Plumrose Industries LLC \$3,000.00

Paid to Roadcraft Technologies LLC \$7,000.00

Paid to True Wind Investments LLC \$2,000.00

Expenses through Bank accounts:

2014

True Wind LLC - \$24 in bank charges

2015

True Wind LLC - \$144 bank charges;

2014

Crucible \$36 in bank charges;

2015

Crucible \$144 bank charges
2014
Limelight \$24 bank charges
2015
Limelight \$177 bank charges
2014
Plumrose \$24 bank charges
2015
Plumrose \$144 bank charges
2014
Roadcraft \$36 bank charges
2015
Roadcraft \$144 bank chages

Expenses for LLCs 2015 (not paid through LLC bank
accounts) Rent paid includes phone, internet, postage,
shipping,business services.

Limelight Global Productions LLC
Travel \$812
Rent \$1200
Entertainment \$610

Roadcraft Technologies LLC
Rent \$1200
Travel 1320.87
Entertainment \$964.06

True Wind Investments LLC
Rent \$1200
Travel 812
Entertainment \$600

Crucible Ventures LLC
Rent \$1200
Entertainment \$600
Travel 812

Plumrose Industries LLC
Travel 812
Rent \$1200
Entertainment \$600

With respect to the Plans, I made the following
contributions on behalf of the LLCs to the Plans

True Wind Investments LLC Roth 401 K Plan
2014 \$100
2015 \$35

Roadcraft Technologies LLC Roth 401 K Plan
2014 \$100

2015 \$35

Plumrose Industries LLC Roth 401 K Plan

2014 \$ 100

2015 \$10

Crucible Ventures LLC Roth 401 K Plan

2014 \$100

2015 \$10

Limelight Global Productions LLC Roth 401 K Plan

2014 \$100

2015 \$35

I plan on contributing 20% of the net income of each of the LLCs for 2015 to the corresponding plan before the April 15 deadline.

Ron Altbach

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- Release Date: 05/05/16

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- Release Date: 05/05/16

<Battu Holdings LLC - General Partnership Agreement.PDF>

<Plan Management Spreadsheet - Partnership Agreements.XLSX>